Fill	l in this information to ident	ify your case:			
Un	ited States Bankruptcy Court	for the:			
ΕA	STERN DISTRICT OF NEW	YORK			
Ca	se number (if known)		Chapter 11		
					Check if this an amended filing
V		on for Non-Individ			
If m For	ore space is needed, attach more information, a separa	n a separate sheet to this form. On the document, <i>Instructions for Bankr</i> o	e top of any additional uptcy Forms for Non-Ir	pages, write the debtor's na Endividuals, is available.	ame and case number (II Known).
1.	Debtor's name	Amir Ram Bagels Inc.			
2.	All other names debtor used in the last 8 years				
	Include any assumed names, trade names and doing business as names				
3.	Debtor's federal Employer Identification Number (EIN)	13-3608145			
4.	Debtor's address	Principal place of business		Mailing address, if different business	ent from principal place of
		333 E 86th Street New York, NY 10028		21-53 23rd Street Astoria, NY 11105	
		Number, Street, City, State & ZIP Co	de	P.O. Box, Number, Street,	City, State & ZIP Code
		New York County		Location of principal ass place of business	ets, if different from principal
				Number, Street, City, State	: & ZIP Code
5.	Debtor's website (URL)				
6.	Type of debtor	Corporation (including Limited Lia	ability Company (LLC) a	nd Limited Liability Partnershi	p (LLP))
		☐ Partnership (excluding LLP)	• • • • • • • • • • • • • • • • • • • •	•	
		☐ Other. Specify:			

Debto	Amir Ram Bagels Inc	-			(Case number (if kn	own)	
_		A Obsal and						
7.	Describe debtor's business		Rueinae	e (se defined in 11 i I S	C & 101/27/	11)		
		☐ Health Care Business (as defined in 11 U.S.C. § 101(27A)) ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))						
		☐ Railroad (as defined in 11 U.S.C. § 101(518))						
				ned in 11 U.S.C. § 101(
				as defined in 11 U.S.C.				
		•	•	fined in 11 U.S.C. § 78	-			
		■ None of the a	•	miles (17 0,0.0. 3 10	. (0,)			
		B. Check all that	apply					
		☐ Tax-exempt e	ntity (as	described in 26 U.S.C	. §501)			
		☐ Investment c	ompany	, including hedge fund	or pooled inv	estment vehicle	(as defined in 15 U.S.C. §8	30a-3)
		☐ Investment a	dvisor (a	as defined in 15 U.S.C.	§80b-2(a)(1	1))		
		See http://ww		an Industry Classificati irts.gov/four-digit-nation			best describes debtor.	
		<u>3118</u>						
8.	Under which chapter of the	Check one:	• ———		· -			
-	Bankruptcy Code is the	☐ Chapter 7						
	debtor filing?	☐ Chapter 9						
		Chapter 11.	Check a	ll that apply:				
					oncontingent	liquidated debts	(excluding debts owed to in	nsiders or affiliates)
							tment on 4/01/19 and every	
				business debtor, attac	the most real income tax	ecent balance sh return or if all of	n 11 U.S.C. § 101(51D). If the neet, statement of operation these documents do not ex	s, cash-flow
				A plan is being filed w				
				Acceptances of the placeordance with 11 U			from one or more classes o	f creditors, in
				The debtor is required Exchange Commissio attachment to Volunta	I to file period in according the ary Petition fo	lic reports (for e to § 13 or 15(d) r Non-Individual	xample, 10K and 10Q) with of the Securities Exchange is Filing for Bankruptcy unde	Act of 1934. File the
			_	(Official Form 201A) v				
			Ц	The debtor is a shell of	company as o	lefined in the Se	ecurities Exchange Act of 19	34 Rule 12b-2.
		☐ Chapter 12						
9.	Were prior bankruptcy	■ No.						
	cases filed by or against the debtor within the last 8 years?	☐ Yes.						
	If more than 2 cases, attach a	Dietriet			When		Case number	
	separate list.	District	-		When		Case number	
		District			_ vvnen		Case number	
10.	Are any bankruptcy cases	□No						
	pending or being filed by a business partner or an affiliate of the debtor?	Yes.						
	List all cases. If more than 1, attach a separate list	Debtor	LX A	venue Bagels Inc.			Relationship	Affiliate
	attacir a separate list	District	EDN		When	1/8/19	Case number, if known	19-46769
							·····	

Debtor Amir Ram Bagels Inc.			Case number (if known)					
	Name							
11.	Why is the case filed in Check all that apply: this district?							
	tnis district?			cipal place of business, or principal assets in or for a longer part of such 180 days than				
		□ A	bankruptcy case concerning de	ebtor's affiliate, general partner, or partners	hip is pending in this district.			
12.	Does the debtor own or	■ No						
	have possession of any real property or personal	■ No	Answer below for each prope	rty that needs immediate attention. Attach	additional sheets if needed.			
	property that needs immediate attention?		Why does the property nee	d immediate attention? (Check all that ap	oply.)			
			☐ It poses or is alleged to po	t poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.				
			What is the hazard?					
			☐ It needs to be physically s	ecured or protected from the weather.				
				ds or assets that could quickly deteriorate of meat, dairy, produce, or securities-related	or lose value without attention (for example, assets or other options).			
			☐ Other					
			Where is the property?					
				Number, Street, City, State & ZIP Code				
			Is the property insured?					
			□ No					
			Yes. Insurance agency					
			Contact name					
			Phone					
	Statistical and admin	istrative i	nformation					
13.			Check one:					
	available funds	ı	■ Funds will be available for di	stribution to unsecured creditors.				
		1	☐ After any administrative expe	enses are paid, no funds will be available to	unsecured creditors.			
14.	Estimated number of	1 -49		☐ 1,000-5,000	2 5,001-50,000			
	creditors	□ 50-99	ə	□ 5001-10,000	<u> </u>			
		□ 100-1		□ 10,001-25,000	☐ More than100,000			
		☐ 200-9	999					
15.	Estimated Assets	\$0 - 8	\$50,000	□ \$1,000,001 - \$10 million	□ \$500,000,001 - \$1 billion			
		□ \$50,0	001 - \$100,000	□ \$10,000,001 - \$50 million	☐ \$1,000,000,001 - \$10 billion			
		-	,001 - \$500,000	☐ \$50,000,001 - \$100 million ☐ \$100,000,001 - \$500 million	☐ \$10,000,000,001 - \$50 billion ☐ More than \$50 billion			
		□ \$500	,001 - \$1 million	□ \$100,000,001 - \$500 million	More than \$50 billion			
16	Estimated liabilities	□ \$0 - S		□ \$1,000,001 - \$10 million	☐ \$500,000,001 - \$1 billion			
			001 - \$100,000	☐ \$10,000,001 - \$50 million	☐ \$1,000,000,001 - \$10 billion			
			,001 - \$500,000	☐ \$50,000,001 - \$100 million	□ \$10,000,000,001 - \$50 billion			
		□ \$500	,001 - \$1 million	☐ \$100,000,001 - \$500 million	☐ More than \$50 billion			

Debtor	Amir Ram Bagels i	nc.	Case number (if known)	
	Name			
	Request for Relief, De	eclaration, and Signatures		
WARNIN	IG Bankruptcy fraud is imprisonment for u	a serious crime. Making a false statement p to 20 years, or both. 18 U.S.C. §§ 152, 1	n connection with a bankruptcy case can result in fines 41, 1519, and 3571.	up to \$500,000 or
of au	aration and signature otherized esentative of debtor	I have been authorized to file this petition	ition and have a reasonable belief that the information	
18. Sign	ature of attorney X	Signature of attorney for debtor Lawrence F. Morrison Printed name	Date November 6, 201 MM / DD / YYYY	9
		Morrison Tenenbaum, PLLC Firm name 87 Walker Street, Second Floor New York, NY 10013 Number, Street, City, State & ZIP Code		
		Contact phone 212-620-0938	Email address info@m-t-law.com	
		2889590 NY		
		Bar number and State		

United States Bankruptcy Court Eastern District of New York

In re Amir Ram Bagels Inc.			Case No.	
	1	Debtor(s)	Chapter	11
LIST	OF EQUITY S	ECURITY HOLDER	S	
Following is the list of the Debtor's equity security he	olders which is prepa	red in accordance with rule	1007(a)(3) fo	or filing in this Chapter 11 Case
Name and last known address or place of business of holder	Security Class	Number of Securities	k	Cind of Interest
Dusiness of notice				

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date November 7, 2019

Mghammed Kamal

Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.

18 U.S.C. §§ 152 and 3571.

United States Bankruptcy Court Eastern District of New York

In re	Amir Ram Bagels Inc.	Debtor(s)	Case No. Chapter	11	

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s) or attorney for the debtor(s) hereby verify that the attached matrix (list of creditors) is true and correct to the best of their knowledge.

Date: November 6, 2019

Signer/Title

Banners Smoked Fish 2715 West 15 St Brooklyn, NY 11224

Driscoll Foods 174 Delawanna Ave Clifton, NJ 07014

Eldorado Coffee Service 58-75 49th Street Maspeth, NY 11378

Fisher Foods of New York 200 Brenner Drive Congers, NY 10920

Fodera & Son Inc. 129-02 Northern Blvd Corona, NY 11368

Imperial Dale 255 Route 1 and 9 Jersey City, NJ 07306

J.S Dairy

Jose Luis Agapito c/o Cilenti & Cooper 10 Grand Central 155 E. 44th Street, FL 6 New York, NY 10017

Kroy Associates LLC 286 Northern Blvd. Great Neck, NY 11021

L.A. Provision 37 Rumson Road Massapequa, NY 11758

MetroStar 86 Emjay Blvd Brentwood, NY 11717

Pro-Quality Produce Inc. PO Box 466 Garfield, NJ 07026

R&R Bakers Machine Repair 115-29 124 Street South Ozone Park, NY 11420

United States Bankruptcy Court Eastern District of New York

In re	Amir Ram Bagels Inc.		Case No.	
		Debtor(s)	Chapter	11
	CORROR	OATE OWNEDCUID CTATEMENT A	DIU E 7007 1\	
	CORPOR	RATE OWNERSHIP STATEMENT (KULE /00/.1)	
recusa a (are)	al, the undersigned counsel for	y Procedure 7007.1 and to enable the Ju Amir Ram Bagels Inc. in the above cap obtor or a governmental unit, that directly crests, or states that there are no entities	tioned action, ce y or indirectly o	ertifies that the following is own(s) 10% or more of any
■ Noi	ne [Check if applicable]			
Nove	mber 7, 2019	L		
Date		Lawrence F. Morrison Signature of Attorney or Litiga	ınt	
		Counsel for Amir Ram Bagels		
		Morrison Tenenbaum, PLLC 87 Walker Street, Second Floor		
		New York, NY 10013 212-620-0938 Fax:646-390-5095		

info@m-t-law.com

UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF NEW YORK

STATEMENT PURSUANT TO LOCAL BANKRUPTCY RULE 1073-2(b)

DEBTOR(S):	Amir Ram Bagels Inc.	CASE NO.:.
		3-2(b), the debtor (or any other petitioner) hereby makes the following disclosure t knowledge, information and belief:
was pending at any spouses or ex-spous partnership and one have, or within 180	time within eight years befor ses; (iii) are affiliates, as define or more of its general partne	for purposes of E.D.N.Y. LBR 1073-1 and E.D.N.Y. LBR 1073-2 if the earlier case re the filing of the new petition, and the debtors in such cases: (i) are the same; (ii) are ned in 11 U.S.C. § 101(2); (iv) are general partners in the same partnership; (v) are a ers; (vi) are partnerships which share one or more common general partners; or (vii) of either of the Related Cases had, an interest in property that was or is included in the (a).]
□ NO RELATED	CASE IS PENDING OR HA	S BEEN PENDING AT ANY TIME.
■ THE FOLLOW	ING RELATED CASE(S) IS	PENDING OR HAS BEEN PENDING:
1. CASE NO.:	JUDGE: DISTR	ICT/DIVISION: EDNY
DEBTOR NAME:	LX Avenue Bagels Inc.	
CASE STILL PEN		[If closed] Date of closing:
CURRENT STAT	US OF RELATED CASE:	(Discharged/awaiting discharge, confirmed, dismissed, etc.)
		D (Refer to NOTE above): Affiliate
	LISTED IN DEBTOR'S SC OF RELATED CASE:	HEDULE "A" ("REAL PROPERTY") WHICH WAS ALSO LISTED IN –
2. CASE NO.:	JUDGE: DISTR	ICT/DIVISION:
CASE STILL PEN	DING (Y/N):	[If closed] Date of closing:
CURRENT STAT	US OF RELATED CASE: _	(Discharged/awaiting discharge, confirmed, dismissed, etc.)
MANNER IN WH	ICH CASES ARE RELATE	D (Refer to NOTE above):
	LISTED IN DEBTOR'S SC OF RELATED CASE:	HEDULE "A" ("REAL PROPERTY") WHICH WAS ALSO LISTED IN —
3. CASE NO.:	JUDGE: DISTR	ICT/DIVISION:
CASE STILL PEN	DING (Y/N):	[If closed] Date of closing:

DISCLOSURE OF RELATED CASES (cont'd)	
CURRENT STATUS OF RELATED CASE:((Discharged/awaiting discharge, confirmed, dismissed, etc.)
MANNER IN WHICH CASES ARE RELATED (Refer to	10 NOTE above):
REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE SCHEDULE "A" OF RELATED CASE:	E "A" ("REAL PROPERTY") WHICH WAS ALSO LISTED IN
	Is who have had prior cases dismissed within the preceding 180 days may not ired to file a statement in support of his/her eligibility to file.
TO BE COMPLETED BY DEBTOR/PETITIONER'S AT	ΓΤΟRNEY, AS APPLICABLE:
I am admitted to practice in the Eastern District of New Y	/ork (Y/N):
I certify under penalty of perjury that the within bankrupte as indicated elsewhere on this form.	ccy case is not related to any case now pending or pending at any time, except
Lawrence F. Morrison Signature of Debtor's Attorney Morrison Tenenbaum, PLLC 87 Walker Street, Second Floor	Signature of Pro Se Debtor/Petitioner
New York, NY 10013 212-620-0938 Fax:646-390-5095	Signature of Pro Se Joint Debtor/Petitioner
	Mailing Address of Debtor/Petitioner
	City, State, Zip Code
	Area Code and Telephone Number uired by the E.D.N.Y. LBR 1073-2 Statement may subject the debtor or any s including without limitation conversion, the appointment of a trustee or the

other petitioner and their attorney to appropriate sanctions, including without limitation conversion, the app dismissal of the case with prejudice.

NOTE: Any change in address must be reported to the Court immediately IN WRITING. Dismissal of your petition may otherwise result.

Rev.8/11/2009

UNITED STATES BANKRUPT EASTERN DISTRICT OF NEW	YORK			
In re:	X	Chapter 11		
AMIR RAM BAGELS INC.,		Chapter 11		
dba TAL BAGELS		Case No. 19	_()
	Debtor. X	-		

DECLARATION PURSUANT TO E.D.N.Y. LOCAL BANKRUPTCY RULE 1007-4

- I, Mohammed Kamal, declares under the penalty of perjury, the following:
- 1. I am the President of Amir Ram Bagels Inc. dba Tal Bagels (the "Debtor"), and as such I am familiar with the operations, business and financial affairs of the Debtor. I submit this affidavit in accordance with the E.D.N.Y Local Bankruptcy Rule 1007-4 in support of the voluntary petition filed by the Debtor.
- 2. There are no other or prior bankruptcy cases against the Debtor and as such there has been no trustee or creditors' committee appointed in this case.
- 3. A copy of the Debtor's board resolution authorizing the Chapter 11 filing is annexed hereto as **Exhibit "A"**.
 - 4. The Debtor is a New York corporation and was organized on March 1, 1991.
- 5. The Debtor operates a bagel shop at the premises located at 333 E. 86th Street, New York, NY 10028 (the "Premises").
- 6. The Debtor's immediate need for relief in this Court stems from a pending Fair Labor Standards Act action filed against the Debtor in the Southern District of New York, Case No. 18cv-08079 and outstanding debt to its vendors.

- 7. Pursuant to Rule 1007-(a)(4) of the local bankruptcy rules annexed hereto as **Exhibit "B"** is a list containing the names and addresses of the Debtor's twenty (20) largest unsecured creditors, excluding insiders.
- 8. Pursuant to Rule 1007-2(a)(5) of the local bankruptcy rules, annexed hereto as **Exhibit "C"** is a list containing the names and addresses of the Debtor's five (5) largest secured claims.
- 9. Pursuant to Rule 1007-2(a)(6) of the local bankruptcy rules, annexed hereto as **Exhibit "D"** is a summary of the Debtor's assets and liabilities. This is an internally generated estimate of assets and liabilities and may require certain adjustments.
- 10. The Debtor does not have any publicly held shares, debentures, or other securities.
- 11. There is no property of the Debtor in the possession or custody of any public officer, receiver, trustee, pledge, assignee of rents, liquidators, secured creditors, or agents of such person.
- 12. The Debtor's assets consist of assorted used restaurant equipment and inventory.
 The Debtor's books and records are located at its office located at 21-53 23rd Street, Astoria, NY 11105.
- 13. Aside from the President, the Debtor <u>19</u> employees and approximately \$<u>38,984</u> of monthly payroll.
- 14. The Debtor expects to receive revenue from operations of the business in the amount of approximately \$\frac{245}{470}\$ for the thirty (30) day period following the Chapter 11 filing. The Debtor's operating expenses during the same thirty (30) day period should be approximately \$\frac{260}{169}\$.

EXHIBIT A

Debtor.	-x
AMIR RAM BAGELS INC., dba TAL BAGELS	Case No. 19(
In re:	Chapter 11
EASTERN DISTRICT OF NEW YORK	-X
UNITED STATES BANKRUPTCY COURT	

CORPORATE RESOLUTION

At the meeting of the Board of Directors of Amir Bagels Inc. dba Tal Bagels. ("Tal Bagels") a New York corporation, it was determined to be in the best interests of Tal Bagels to file for bankruptcy under Chapter 11 of the United States Bankruptcy Code and the following resolution was adopted:

Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that Mohammed Kamal, President of Tal Bagels, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that Mohammed Kamal, President of Tal Bagels, is authorized and directed to appear in all bankruptcy proceedings on behalf of the company, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the company in connection with such bankruptcy case; and

Be It Further Resolved, that Mohammed Kamal, President of Tal Bagels, is authorized and directed to employ Lawrence F. Morrison, attorney and the law firm of Morrison Tenenbaum, PLLC to represent the corporation in such bankruptcy case

Dated: New York, New York November 6, 2019

By Modoral Land

EXHIBIT B

Fill in this information to identify the case:					
Debtor name Amir Ram Bageis Inc.					
United States Bankruptcy Court for the: EASTERN DISTRICT OF NEW YORK					
Case number (if known)	☐ Check if this is an amended filing				
Official Form 202 Declaration Under Penalty of Perjury for Non-Individe	ual Debtors 12/15				
An Individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partr form for the schedules of assets and liabilities, any other document that requires a declaration that is not amendments of those documents. This form must state the individual's position or relationship to the del and the date. Bankruptcy Rules 1008 and 9011.	included in the document, and any stor, the identity of the document,				
WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtai connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, i519, and 3571.					
Declaration and signature					
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent individual serving as a representative of the debtor in this case.	ent of the partnership; or another				
I have examined the information in the documents checked below and I have a reasonable belief that the in	formation is true and correct:				
Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B) Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F) Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G) Schedule H: Codebtors (Official Form 206H) Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum) Amended Schedule					
Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Other document that requires a declaration	Are Not Insiders (Official Form 204)				
Executed on November 7, 2019 Mohammed Kamal					
Printed name President Position or relationship to debtor					

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

Fill in this information to identify the case:					
Debtor name Amir Ram Bagels Inc.					
United States Bankruptcy Court for the:	EASTERN DISTRICT OF NEW YORK		Check if this is an		
Case number (if known):			amended filing		

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and
Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If		
				partially secured	of collateral or setoff	Onsecured ciami
Banners Smoked Fish 2715 West 15 St			Unliquidated			\$41,144.31
Brooklyn, NY 11224						
Driscoll Foods 174 Delawanna Ave Clifton, NJ 07014			Unliquidated			\$1,525.15
Eldorado Coffee Service 58-75 49th Street Maspeth, NY 11378			Unliquidated			\$3,495.01
Fisher Foods of New York 200 Brenner Drive Congers, NY 10920			Unliquidated			\$5,087.99
Fodera & Son Inc. 129-02 Northern Blvd Corona, NY 11368			Unliquidated			\$5,729.45
Imperial Dale 255 Route 1 and 9 Jersey City, NJ 07306			Unliquidated			\$1,423.80
J.S Dairy			Unliquidated			\$1,956.45
Jose Luis Agapito c/o Cilenti & Cooper 10 Grand Central 155 E. 44th Street, FL 6 New York, NY 10017		Alleged Labor Claim	Disputed			\$0.00
Kroy Associates LLC 286 Northern Blvd. Great Neck, NY 11021			Unliquidated			\$43,991.27

Debtor Amir Ram Bagels Inc.

Case number (if known)

Name

complete mailing address,	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
L.A. Provision 37 Rumson Road Massapequa, NY 11758			Unliquidated			\$1,900.85
MetroStar 86 Emjay Blvd Brentwood, NY 11717		·	Unliquidated			\$5,254.05
Pro-Quality Produce Inc. PO Box 466 Garfield, NJ 07026			Unliquidated			\$6,309.00
R&R Bakers Machine Repair 115-29 124 Street South Ozone Park, NY 11420			Unliquidated			\$2,614.33

EXHIBIT C

NONE

EXIHIBIT D

Estimated Assets: Estimated Liabilities: